

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

United States, et al.

Plaintiffs,

vs.

Google LLC

Defendant.

Civil Action No. 1:23-cv-00108-LMB-JFA

**DECLARATION OF EILEEN M. COLE IN SUPPORT OF
NON-PARTIES MICROSOFT CORPORATION AND XANDR INC.'S
MEMORANDUM IN SUPPORT OF THE PARTIES' MOTIONS TO SEAL
(DOCKET NOS. 605, 642, 651, 661, 667, 712, AND 738)**

I, Eileen M. Cole, hereby declare as follows:

1. I am a partner with the law firm of Orrick, Herrington, & Sutcliffe LLP, counsel for Microsoft Corporation and Xandr, Inc. I respectfully submit this declaration in support of Non-Parties Microsoft Corporation and Xandr Inc.'s Memorandum In Support Of The Parties' Motions To Seal (Docket Nos. 605, 642, 651, 661, 667, 712, AND 738).

2. This declaration is based upon my personal knowledge and my review of relevant documents in this case. I am competent to testify to the matters stated herein.

3. Attached to this declaration as Exhibit A is a true and correct redacted copy of Excerpts from the Microsoft 30(b)(6) deposition transcript (Benneaser John), Tr. 1-5, 282-313, 318-321, originally filed under seal as Exhibit 9 to the Declaration of Bryon Becker in Support of Google's Motion for Summary Judgment and Motions to Exclude (the "April Becker Decl.") at Docket Nos. 581-9 & 597-8. Aside from the redactions and the replacement of the original exhibit

cover page, Exhibit A is as received from counsel for Google LLC (“Google”). As the redacted information reflects confidential, non-public, and commercially sensitive information on Microsoft's business strategies and market assessments, Microsoft has requested the redacted portions remain sealed.

4. Attached to this declaration as Exhibit B is a true and correct redacted copy of a seven page Excerpt from Exhibit 14 to the Microsoft 30(b)(6) deposition (Benneaser John), originally filed under seal as Exhibit 29 to the April Becker Decl. at Docket Nos. 582-9 & 598-4. Aside from the redactions and the replacement of the original exhibit cover page, Exhibit B is as received from counsel for Google. The complete Exhibit 14 to the Microsoft 30(b)(6) deposition included multiple presentations. Here, the excerpted first page of Exhibit 14, and the cover page of the first presentation have the title “DSP Investment Strategy,” dated May 20, 2019, Bates No. ATT-GCID-00111192. The remaining pages in the Excerpt are Bates Numbered ATT-GCID-00111239 to ATT-GCID-00111244 and come from the second presentation in the Exhibit which was titled “SSP Business Investment Case,” dated November 2019. Microsoft requests redactions to the pages Bates Nos. ATT-GCID-00111240 to ATT-GCID-00111244. As the redacted information reflects confidential, non-public, and commercially sensitive internal data on Xandr's actual and projected revenues, assessments of market performance, and the geographic distribution of Xandr's revenue, Microsoft has requested the redacted portions remain sealed.

5. Attached to this declaration as Exhibit C is a true and correct redacted copy of Excerpts from a presentation titled “Future of Advertising,” dated July 2020, bearing Bates No. MSFT-LIT-0000000137, originally filed under seal as Exhibit 87 to the April Becker Decl. at Docket Nos. 591-7 & 603-2. Aside from the redactions and the replacement of the original exhibit cover page, Exhibit C is as received from counsel for Google. As the redacted information reflects

confidential, non-public, and commercially sensitive internal data on Xandr's actual and projected revenues, assessments of market performance, and the geographic distribution of Xandr's revenue, as well as non-public contact information for a Microsoft employee, Microsoft has requested the redacted portions remain sealed.

6. Attached to this declaration as Exhibit D is a true and correct redacted copy of a seven page excerpt from a presentation titled "SSP Business Investment Case," dated November 2019, originally filed under seal as Exhibit 89 to the April Becker Decl. at Docket Nos. 591-9 & 603-4. Aside from the redactions and the replacement of the original exhibit cover page, Exhibit D is as received from counsel for Google. The excerpt contains the presentation cover page, bearing Bates No. 00111234, followed by Bates Nos. ATT-GCID-00111240 to ATT-GCID-00111244 which are excerpts from the same presentation. Microsoft requests redactions to the pages Bates Nos. ATT-GCID-00111240 to ATT-GCID-00111244. As the redacted information reflects confidential, non-public, and commercially sensitive internal data on Xandr's actual and projected revenues, assessments of market performance, and the geographic distribution of Xandr's revenue, Microsoft has requested the redacted portions remain sealed.

7. Attached to this declaration as Exhibit E is a true and corrected redacted copy of Excerpts from the Microsoft 30(b)(6) deposition transcript (Benneaser John), Tr. 1-5, 278-297, 318-321, 318-321, originally filed under seal as Exhibit 116 to the Declaration of Bryon Becker in Support of Google LLC's Oppositions to Plaintiffs' Motions to Exclude at Docket Nos. 646-17 & 650-9. Aside from the redactions and the replacement of the original exhibit cover page, Exhibit E is as received from counsel for Google. As the redacted information reflects confidential, non-public, and commercially sensitive information on Microsoft's business strategies and market assessments, the geographic distribution of Xandr's revenue, and Microsoft's interactions with the

Department of Justice, Microsoft has requested the redacted portions remain sealed.

I declare under penalty of perjury that the foregoing is true and correct.

Executed June 14, 2024,
in Washington, D.C.

A handwritten signature in cursive script that reads "Eileen M. Cole".

Eileen M. Cole